

IN THE UNITED STATES DISTRICT COURT FOR THE
NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

UNITED STATES OF AMERICA,)	
Plaintiff,)	
)	
v.)	CIVIL NO. 3:10-CV-0582-D
)	
ARTHUR PINER GRIDER, III, ASGARD)	
AVIONICS CORP. OF FLORIDA, ASGARD)	
AVIONICS CORP. OF NEW YORK, ASGARD)	
RESOURCES, LLC, ASGARD RESOURCES)	
OF TEXAS, LLC, ASGARD TECHNOLOGIES,)	
LLC, ASGARD INTERNATIONAL, INC. a/k/a)	
ASGARD RESOURCES, INC.,)	
FLAGSHIP PROMOTIONAL SERVICES,)	
LLC, PHOENIX OFFSHORE SERVICES, LLC,)	
PHOENIX SERVICES, INC., PSG SERVICES,)	
INC., RESOURCE MANAGEMENT)	
INTERNATIONAL, INC., RMI PENDRAGON,)	
INC., TALENT FORCE TECHNICAL, LLC,)	
TALENT FORCE SERVICES, LLC, NAG)	
FINANCIAL, LLC, KARMEN ROUHANA)	
GRIDER, also known as KARMEN ROUHANA,)	
and LEONARD INVESTMENTS, INC.,)	
Defendants.)	

AGREED FINAL JUDGMENT AND PERMANENT INJUNCTION

Plaintiff United States of America and Defendants Arthur Piner Grider, III, Asgard Avionics Corp. of Florida, Asgard Avionics Corp. of New York, Asgard Resources, LLC, Asgard Resources of Texas, LLC, Asgard Technologies, LLC, Asgard International, Inc. also known as Asgard Resources, Inc., Flagship Promotional Services, LLC, Phoenix Offshore Services, LLC, Phoenix Services, Inc., PSG Services, Inc., Resource Management International, Inc., RMI Pendragon, Inc., Talent Force Technical, LLC, Talent Force Services, LLC, NAG Financial, LLC, and Leonard Investments, Inc. announce to the Court that they have resolved this lawsuit between them and request the entry of this Agreed Final Judgment and Permanent Injunction. Therefore,

IT IS ORDERED that Defendant Arthur Piner Grider, III is indebted to the United States of America in the amount of **\$13,776,310.27** for his federal trust fund recovery (6672) penalty for tax periods from 2005-2009, plus interest and statutory additions thereon from February 7, 2011 until paid, less any payments or credits, as follows:

<u>Tax Period</u>	<u>Related Corporate Entity</u>	<u>Assm't Date</u>	<u>Balance Due</u>
03/30/05	Asgard Resources of Texas, LLC	11/02/09	539,460.65
12/31/05	Asgard Resources of Texas, LLC	12/08/09	367,209.90
06/30/06	Asgard Avionics Corp. of Florida	05/24/10	393,278.87
09/30/06	Asgard Avionics Corp. of Florida	05/24/10	431,835.63
12/31/06	Asgard Avionics Corp. of Florida	05/24/10	436,676.24
03/31/07	Asgard Avionics Corp. of Florida	05/24/10	651,957.94
06/30/07	Asgard Avionics Corp. of Florida	05/24/10	938,692.28
09/30/07	Asgard Avionics Corp. of Florida	05/24/10	938,692.28
12/31/07	Asgard Technology, LLC	05/24/10	
	Asgard Avionics Corp. of NY	05/31/10	555,688.55
03/31/08	Asgard Avionics Corp. of NY	05/24/10	
	Asgard Technology, LLC	05/31/10	
	Asgard Avionics Corp. of Florida	06/07/10	1,688,292.74
06/30/08	Asgard Avionics Corp. of NY	05/24/10	
	Asgard Technology, LLC	05/31/10	
	Asgard Avionics Corp. of Florida	06/07/10	1,727,071.83
09/30/08	Asgard Avionics Cop. of Florida	05/24/10	
	Asgard Avionics Corp. of NY	05/31/10	
	Asgard Technology, LLC	06/07/10	1,762,822.25
12/31/08	Asgard Avionics Corp. of Florida	05/24/10	
	Asgard Avionics Corp. of NY	05/31/10	
	Asgard Technology, LLC	06/07/10	1,751,322.58
03/31/09	Asgard Avionics Corp. of NY	05/24/10	
	Asgard Technology, LLC	05/31/10	
	Asgard Avionics Corp. of Florida	06/07/10	<u>1,288,991.42</u>

IT IS FURTHER ORDERED that the Arthur Piner Grider, III and the entity-defendants set forth in the following chart are liable for the federal employment (941), unemployment (940) and miscellaneous penalty tax liability in the amounts stated as follows:

Taxpayer	Period(s)	Type of Tax	<u>Balance Through</u> 02/07/2011
Asgard Avionics Corp. of Florida	2003; 06-09	Employment	\$20,023,461.72
	2007, 2008	Unemployment	\$3,090,161.84
	2007	Misc. Penalty	\$14,735.17
Asgard Avionics Corp of NY	2005; 07-10	Employment	\$2,180,034.01
	2003-05; 07-08	Unemployment	\$1,015,568.58
	2007	Misc. Penalty	\$3,078.42
Asgard Resources, LLC	2004-2010	Employment	\$15,571,922.15
	2004-05; 07-08	Unemployment	\$2,767,841.85
	2007	Misc. Penalty	\$20,285.62
Asgard Resources of Texas, LLC	2005; 08-10	Employment	\$5,584,817.72
	2005; 07-08	Unemployment	\$1,113,226.40
	2007	Misc. Penalty	\$5,331.88
Asgard Technologies, LLC	2007- 2009	Employment	\$9,755,853.43
	2007, 2008	Unemployment	\$119,570.76
	2007	Misc. Penalty	\$11,252.77
Flagship Promotional Services, LLC	2007	Misc. Penalty	\$1,368.53
Phoenix Offshore Services, LLC	2007-2010	Employment	\$805,087.36
	2007-2009	Unemployment	\$119,399.05
Phoenix Services, Inc.	2007-2010	Employment	\$1,780,226.74
	2007-2009	Unemployment	\$767,352.95
	2006, 2007	Misc. Penalty	\$8,694.98
PSG Services, Inc.	2001, 2002	Employment	\$1,348,749.01
	2001, 2002	Unemployment	\$8,162.48
	2001	Misc. Penalty	\$337,588.16
Resource Management International, Inc.	2003, 2004	Employment	\$13,334,358.15
	2003	Unemployment	\$223,580.63
RMI Pendragon, Inc.	2003, 2004	Employment	\$12,679,654.40
	2003, 2004	Unemployment	\$848,530.56
Talent Force Technical, LLC	2009, 2010	Employment	\$1,051,720.39
Talent Force Services, LLC	2010	Employment	\$2,610,817.77
	2009	Unemployment	\$704.01

IT IS FURTHER ORDERED that the United States has the discretion to reduce any of the tax amounts that are the subject of this judgment if it accepts any previously filed amended tax returns.

IT IS FURTHER ORDERED, and the Court finds, that the following are alter egos of Arthur Piner Grider, III: Asgard Avionics Corp. of Florida, Asgard Avionics Corp. of New York, Asgard Resources, LLC, Asgard Resources of Texas, LLC, Asgard Technologies, LLC, Asgard International, Inc. also known as Asgard Resources, Inc., Flagship Promotional Services, LLC, Phoenix Offshore Services, LLC, Phoenix Services, Inc., PSG Services, Inc., Resource Management International, Inc., RMI Pendragon, Inc., Talent Force Technical, LLC, Talent Force Services, LLC, NAG Financial, LLC, Leonard Investments, Inc., Talent Force, Inc., Restoration Motors, LLC, West 27th Development, LLC, 2211 Bingle LLC, PHX Services, LLC, Limpia Creek Custom Hats LLC, Augusta Marketing Products, Inc., Phoenix Marketing Services, Inc., Military Wear LLC dba Corporate Expressions, APG3, Inc., Transglobal Services, Inc., Trans Global Holding, Inc., Blackwell Technical Services, Inc., Pendragon Staffing, Inc., Pendragon Technical Services, Inc., True Com, Inc., AKGone, Inc., MeBone, Inc., MLGone, LP, Pridwen Corporation, Talent Force Hospitality, Inc., Vinvino, Inc., Mangrove LLC, Mangrove, Inc., and the Grider Family Trust; and the United States may proceed against any property or interests in property of these defendants, regardless of record title, for collection of the taxes reduced to judgment herein, with the assistance of the receiver appointed by the Court by separate order.

IT IS FURTHER ORDERED that the Court finds that the United States of America (Internal Revenue Service) has valid federal tax liens pertaining to Arthur Piner Grider, III's federal trust fund recovery penalty (6672) tax liabilities for tax periods in 1994 and 2001-2009 that attach to all property and interests in property, real and personal, regardless of record ownership, including, but not limited to, the real property described as follows:

Lot Five (5), Burkhart Forest, a subdivision in Harris County, Houston, Texas, according to the map or plat thereof recorded under Film Code No. 617135 of the Map Records of Harris County, Texas, located at 5 Burkhart Forest Court, Houston, Texas 77055 (hereinafter referred to as “the Property”);

and the Court orders the foreclosure of such liens and the Property sold by the United States, and the Property will be deeded over to the United States by Karmen Rouhana Grider, as provided in the Agreed Order Granting United States’ Motion to Appoint a Receiver.

IT IS FURTHER ORDERED that, during the time the United States is marketing the Property for sale, Arthur Piner Grider, III and Karmen Rouhana Grider may reside on the Property until the Property is sold by the United States, or it becomes necessary for the Griders to vacate the Property (after being given no less than 30 days’ notice of the United States’ request for them to vacate the Property) to allow the Property to be sold as requested by the United States, but in no event shall the Griders reside on the Property after December 31, 2011 or after the 30-day deadline to vacate given them by the United States, whichever is earlier, and the United States will be allowed to sell the Property and its contents, including, but not limited to, furniture, art work, appliances, and fixtures.

IT IS FURTHER ORDERED that, during the marketing of the Property, Arthur Piner Grider, III will timely pay the ad valorem taxes, insurance, and all other necessary expenses associated with the Property, and he will not encumber the residence; nor will he commit waste or vandalism against the Property; he will not remove any contents (including, but not limited to, furniture, art work, appliances, and fixtures), from the Property, and he will cooperate with the United States in the marketing and sale of the Property.

IT IS FURTHER ORDERED that the \$900,000 “deed of trust, security agreement and fixture filing” recorded by Leonard Investments, Inc. on or about February 11, 2010 is hereby extinguished and determined to be null and void.

IT IS FURTHER ORDERED that, if Arthur Piner Grider, III violates any of the provisions of this Judgment regarding the marketing and sale of the Property and/or its contents, then he and Karmen Rouhana Grider will be required to vacate the Property within 30 days of the United States' request for them to vacate the Property, but in no event shall they be allowed to occupy the Property after December 31, 2011.

IT IS FURTHER ORDERED that the United States will apply the net sales proceeds from the sale of the Property, after payment of reasonable costs of sale and any ad valorem taxes, to the trust fund recovery (6672) penalty of Arthur Piner Grider, III, for periods ending in 1994 and/or 2001-2009.

IT IS FURTHER ORDERED that the interest of Leonard Investments, Inc. and/or Arthur Piner Grider, III (individually and/or through any entity he owns or controls) in Pacific Aerospace Resources & Technologies LLC in Victorville, California will be sold by Receiver Robert E. Ogle or his successor as approved by this Court, after payment of reasonable costs of sale and the Receiver's fees and expenses, and the net sales proceeds of this sale shall be applied to the federal tax debts of Arthur Piner Grider, III reduced to judgment herein.

IT IS FURTHER ORDERED that, within 60 days of the entry of this judgment, Arthur Piner Grider, III will give a post-judgment deposition in this case, on a date and at a time convenient to the United States, Grider, and his attorney, at the U.S. Department of Justice, Tax Division, 717 N. Harwood, Suite 400, Dallas, Texas 75201.

IT IS FURTHER ORDERED that the preliminary injunction entered by this Court on November 2, 2011 is hereby made final, and is expanded to include all defendants and the Grider entities named herein, and Arthur Piner Grider, III is immediately prohibited from operating a business under any name.

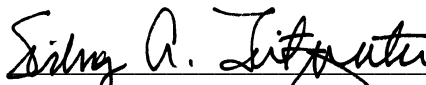
IT IS FURTHER ORDERED that immediately upon the appointment by this Court of a receiver, Arthur Piner Grider, III, individually, and doing business as Asgard Avionics Corp. of Florida, Asgard Avionics Corp. of New York, Asgard Resources, LLC, Asgard Resources of Texas, LLC, Asgard Technologies, LLC, Asgard International, Inc. also known as Asgard Resources, Inc., Flagship Promotional Services, LLC, Phoenix Offshore Services, LLC, Phoenix Services, Inc., PSG Services, Inc., Resource Management International, Inc., RMI Pendragon, Inc., Talent Force Technical, LLC, Talent Force Services, LLC, NAG Financial, LLC, Leonard Investments, Inc., Talent Force, Inc., Restoration Motors, LLC, West 27th Development, LLC, 2211 Bingle LLC, PHX Services, LLC, Limpia Creek Custom Hats LLC, Augusta Marketing Products, Inc., Phoenix Marketing Services, Inc., Military Wear LLC dba Corporate Expressions, APG3, Inc., Transglobal Services, Inc., Trans Global Holding, Inc., Blackwell Technical Services, Inc., Pendragon Staffing, Inc., Pendragon Technical Services, Inc., True Com, Inc., AKGone, Inc., MeBone, Inc., MLGone, LP, Pridwen Corporation, Talent Force Hospitality, Inc., Vinvino, Inc., Mangrove LLC, Mangrove, Inc., and the Grider Family Trust, and any other entity name used by him, directly or indirectly, shall shut down and cease conducting any business, under any of the defendant-entity names and/or any other name stated herein or otherwise, and the Receiver shall liquidate or sell the businesses and assets in which they have an interest, subject to the approval of the United States and the Court, and pay to the United States the net equity in their assets, after payment of final wages due to their employees, and Arthur Piner Grider, III shall provide an accounting to the United States and the Receiver within thirty (30) days of the entry of this judgment.

IT IS FURTHER ORDERED that the parties to this judgment will bear their own expenses, including attorneys' fees, associated with this litigation.

IT IS FURTHER ORDERED that the Court may enter further orders as necessary to implement this judgment.

IT IS FURTHER ORDERED that, if Arthur Piner Grider, III or any party named herein violates any provision of this judgment and injunction, then they may be held in civil and/or criminal contempt of Court.

SIGNED this 11th day of April, 2011.



HONORABLE SIDNEY A. FITZWATER
CHIEF UNITED STATES DISTRICT JUDGE

AGREED AS TO FORM, SUBSTANCE AND ENTRY:



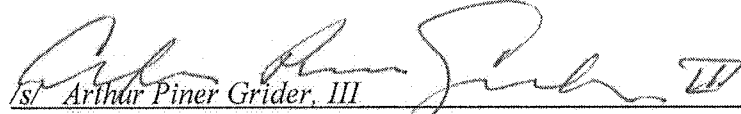
/s/ Ramona S. Notinger/Curtis C. Smith

RAMONA S. NOTINGER/CURTIS C. SMITH,
ATTORNEYS FOR UNITED STATES OF AMERICA



/s/ Michael L. O'Brien

MICHAEL L. O'BRIEN, ATTORNEY FOR DEFENDANTS
ARTHUR PINER GRIDER, III, NAG FINANCIAL, LLC,
and LEONARD INVESTMENTS, INC.



/s/ Arthur Piner Grider, III

ARTHUR PINER GRIDER, III



/s/ Joseph G. Zarcaro

JOSEPH G. ZARCARO, ATTORNEY FOR DEFENDANTS
ASGARD AVIONICS CORP. OF FLORIDA, ASGARD
AVIONICS CORP. OF NEW YORK, ASGARD
RESOURCES, LLC, ASGARD RESOURCES
OF TEXAS, LLC, ASGARD TECHNOLOGIES,
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